

# The Statute of The Irish in France Diaspora Association

1<sup>st</sup> February 2017

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## **ARTICLE 1**

### **DEFINITIONS**

**1.1** The Association: The Irish in France Diaspora Association;

**1.2** The Articles: The Articles of the Association;

**1.3** The Board: The Board of the Association;

**1.4** The AGM: The annual meeting of Association Members.

**1.5** The Members: All the Members of the Association, consisting of Ordinary Members, Family Members, Honorary Members.

**1.6** Associate Member: A member who is not part of the Irish Diaspora.

**1.7** The Regulations means: The general or specific day to day rules and guidelines which are to be followed by every Association Member or Donor.

**1.8** Proxy means: Your legal vote cast on your behalf by a person to whom you will have given your nomination by "a form of proxy".

**1.9** National Sub Committee: A semi-autonomous sub-committee of the association outside of the Paris region.

## **ARTICLE 2**

### **NAME, SEAT, LANGUAGE**

**2.1** The Association bears the name: "THE IRISH IN FRANCE DIASPORA ASSOCIATION"

It is held to be founded on the first of February Two Thousand and Seventeen.

It is registered in France as an "association loi de 1901"

**2.2** It has its domicile in Paris, France.

**2.3** The working language of the Association for meetings, reports, communications, and correspondence with all members will be English.

## **ARTICLE 3**

### **AIMS**

**3.1** The aim of the association is to create social, cultural, sports, and heritage activities for the benefit of the Irish community in France, run by the Irish community in France. It will create and support community activities and initiatives that foster a vibrant sense of Irish community and identity, and allow the voices of the Irish in France to be heard within the worldwide community known as the Global Irish.

**3.2** The Irish in France Association will run several events throughout the year. It will also provide information on activities, services and opportunities for the Irish diaspora in France through its website, and any media channels including social media.

**3.3** Through its activities, The Irish in France Association also aims to contribute to strengthening and enriching Global Irish, the Irish State policy regarding the diaspora "designed to build on and develop two-way diaspora engagement" and to do this in concert with:

- (i) other Irish organisations and associations in France,
- (ii) organisations and associations in Ireland,
- (iii) other Irish diaspora and expatriate associations in other countries.

**3.4** It recognizes the various political and religious differences among the Members, while the association itself does not have any political or religious affiliation.

## **ARTICLE 4**

### **MEANS**

**4.1** As a not-for-profit association, Irish in France will rely on revenue generated through annual membership subscriptions, sponsorship, gifts, and other fundraising events. It will also seek funding from the Emigrant Support Programme administered by the Department of Foreign Affairs, and other funds available to the Global Irish.

**4.2** The financial year is equal to the calendar year. In special cases the AGM can decide otherwise.

## **ARTICLE 5**

## **REGULATIONS**

**5.1** For the smooth running of the Association, for the maintenance of the Association's honour and objectives and to protect the integrity of all Association Statutes, Association Members and Donors must follow and obey the Association Articles. Failure to do so will provide cause for termination of involvement with or membership of the Association.

**5.2** Articles may be added to, cancelled or amended from time to time.

**5.3** The Board can draw up and implement new Articles or change existing Articles on an emergency basis, provided that in the discretion of the Board such changes are to the general benefit of the Association.

**5.4** New Articles, and changes to existing Articles will be presented to the membership at the next AGM and will be voted on. Changes should be submitted by email to the Board no later than 31<sup>st</sup> December of the current membership year. A resolution to an alteration of Articles requires at least two thirds of the votes cast.

## **ARTICLE 6**

### **MEMBERSHIP AND FEES**

**6.1** Members are those who have filled in an application form and paid the appropriate fee. On receipt of the fee a membership card will be issued.

**6.2** Members should be Irish citizens and their immediate families living in France or Irish citizens with a genuine commitment to France.

**6.3** Individual membership is available to include persons eighteen years and over.

**6.4** Family Membership is available to include two adults living together inclusive of any children under the age of eighteen years (Two Membership Cards will be issued). It is also available to single parent families with children under the age of eighteen years (One membership card will be issued). Couples in a PACS (Pacte civil de solidarité) are deemed eligible to have a Family membership.

When a child, within an existing Family Membership Card, reaches his/her eighteenth birthday the child's membership becomes invalid at the end of the membership year in which the birth date falls. This young adult may continue with Association Membership by processing an application and paying the fee applicable to Individual membership.

**6.5** Honorary/Life Members are not obliged to pay membership fees. Honorary/Life Membership is effected when the Board unanimously proposes a very worthy candidate to the General Assembly at an AGM, a majority vote is obtained and the Honorary/Life Membership is awarded to and accepted by the candidate in writing.

**6.6** Associate Members, are those who are not referred to in Article 6.2. Each associate member has to be proposed to the Board in writing by 2 Ordinary members at any time. Associate members cannot make up more than 10% of the adult association membership.

**6.7** Members are entered into the Membership Register by the Board Secretary/Membership Executive. Members will pay a yearly fee to the Association. Fees are to be paid as and from January 1st for the ensuing years membership. If fees are not paid by June 30<sup>th</sup> the membership is invalidated. The Board, at it's discretion, may accept memberships after this date but in all cases the membership will expire on December 31<sup>st</sup> of the year in question.

**6.8** The Board will propose a fee structure to the AGM for voting upon.

**6.9** The Board is authorized to waive the obligation to pay a contribution in whole or in part in special cases.

**6.10** The Association welcomes donations from private individuals or Corporate bodies. The Board decides whether or not to accept the donation. If accepted the Donor will be entered into the Register of Donors.

**6.11** Membership or Donorship will be terminated by the Board through non-payment of fees or, in the opinion of the Board, a significant breach of the Association Regulations.

Such Member or Donor will be invited to attend a Board Meeting at which time the candidate for termination will have the opportunity to state their case for the continuance of their association with The Association. The Board's decision will be treated as final.

**6.12** Personal data held on the Association's Membership registers will remain confidential to the Association Board members. Association Board members must keep these lists in strict confidence.

## **ARTICLE 7**

### **VOTING**

**7.1** Individual Members have one vote each. Family Membership has two votes per family.

**7.2** The right to exercise these votes is only valid if the members have fully paid up his/her fees or have not been suspended by the time the voting is to take place.

**7.3** The Board will decide which subjects are allowed to be voted on by Proxy at the AGM. In general these will be very limited as the Association wishes to encourage direct participation by a member attending. When the Board in its discretion selects such a subject, the paid-up member to vote by Proxy if the member is unable to attend the meeting. Forms of Proxy will be sent by email by the Board Secretary to the membership at least fourteen days before a meeting. The form of Proxy is to be completed by the member who cannot attend the specified meeting. It is to be returned to the Board Secretary by the date specified. A member can have his/her Proxy vote cast by another member who has been authorized for that purpose in writing. One authorized member can only act for one other member.

## **ARTICLE 8**

### **THE BOARD**

The Board will consist of at least seven members and not more than ten which will include a Chairperson, Secretary and Treasurer. Board members will be elected for a period of 1 year, renewable annually at the AGM.

The Chairperson term of office will be for a period of 2 years without seeking re-election to ensure policy continuity. He/She can be re-elected by the membership for further terms of office.

**8.1** All new Board member candidates can propose themselves or be proposed (Article 9.4). New Board members should be proposed and seconded by attendees of the AGM. A vote will be held at the AGM to elect Board members if the nominations are greater than the available positions.

**8.2** To maintain a fair and equal balance of Association representation & the voting power within the Board to ensure that all activity groups get fair consideration for their ideas, the Board should consist of members, who between them, are fully representative of all sections of Association activities.

**8.3** Each Board Member can, at any time, be dismissed or suspended by unanimous decision of the Board.

**8.4** The Board will appoint an Honorary President by a unanimous resolution. The Ambassador of Ireland to France in situ will be invited by the Board to accept this position. The Honorary President can request to attend any Board meeting although he/she will have no right to vote at any Board meeting.

**8.5** The Board consists of the following activity or functional groups, with each Board member having one vote each publicly.

Chairperson with casting vote only. Treasurer. Secretary, Database Executive, Advisory Executive, Communications Executive, Sports Executive, Functions Executive, Public Relations Executive, Development/Sponsorship Executive. The Membership Secretary will be a Non Board position.

**8.6** Following the AGM the Board may elect among themselves Board members as Chairpersons of all Sub- committees. Depending upon the functional allocation to other Board members these Sub-committee Chairpersons may be required to hold another portfolio position. Each Sub-committee Chairperson will be responsible for the appointment of his/her committee (helpers).

**8.7** The Board Secretary must issue the agenda 1 week before a Board meeting. Therefore, all Agenda items for discussion/voting must be sent to the secretary before this strict close off date. This will also allow Proxy voters time to decide their voting position where necessary.

**8.8** A Board Member can hold more than one position temporarily in the case of a Board member resignation/termination.

**8.9** There should be a Board meeting at least every 2 months.

**8.10** All Association members can offer themselves as candidates for election to the Board.

**8.11** One Associate member may be elected to the Board but cannot hold a position of Chairperson, Secretary, or Treasurer except in exceptional circumstances \*

**8.12** The Chairperson, in his/her own discretion, may exercise a restricted power of VETO during Board Meetings only. If the Chairperson chooses to call for a vote on any subject he/she cannot exercise his/her VETO against a unanimous vote by a full attendance of the Board; in this case the availability of proxy votes can also constitute a full attendance. He/she may VETO a decision or vote provided that not all Board Members entitled to vote, nor their proxies, are present at the meeting. However, the power of VETO is restricted to a once only VETO for each different subject or vote. At a later meeting should the same subject or vote arise for discussion, he/she cannot use the power of VETO for a second time even though not all Board Members are present at the meeting.

**8.13** Board Members entitled to vote at Board Meetings may do so by email to the Association secretary as a form of Proxy, 48 hours in advance, with the restriction that the Proxy must clearly state the vote of the Board member and not leave the vote to be cast by any other attending member. Voting can only take place concerning Agenda items. At Board Meetings a simple majority vote is sufficient to constitute a decision on behalf of the Association.

**8.14** If the number of the Board members has dropped to below seven, the Board will remain authorized. The Board may co-op new members onto the Board to fill the vacancy/vacancies until the next AGM.

**8.15** Membership of the Board furthermore ends:

- a. By termination of the Membership of the Association;
- b. By written resignation as a Board Member.
- c. By non attendance at 3 consecutive Board meetings

**8.16** Upon approval of the General Assembly, the Board may commit the Association to actions which would involve the Association in liabilities or assets relative to real estate or transportation.

**8.17** A member of the Embassy of Ireland in Paris diplomatic team will serve on the committee in a non-executive role.

\*E.G, due to non-nomination of an Ordinary Member to such positions, subject to Board approval

## **ARTICLE 9**

### **ASSOCIATION MEETINGS**

**9.1** The AGM is held each year, not later than two months after termination of the Association year. The Association year ends 31<sup>st</sup> of December.

**9.2** Only Association members on 31<sup>st</sup> of December will have the right to vote at the AGM.

**9.3** Any potential Board vacancies are filled.

**9.4** The Board Secretary will ensure that each member is sent at least the following information fourteen days before the AGM.

1. Invitation to attend, venue and time. 2. Agenda. 3. Draft of the Association's Financial position. 4. Job specifications covering the major duties and responsibilities of each of the Board Positions. These are intended to inform possible candidates approximately how much time, responsibility, involvement and effort will be required of them should they wish to be considered for a Board appointment. 5. An invitation to all Members to nominate themselves or others as suitable candidates for election to the Board. When providing a nomination, all eligible parties are cautioned to pay specific attention to the content of the job specifications referred to in the previous paragraph. This invitation is to be completed by the member and returned to the Board Secretary by email at least 48 hours before the AGM. 6. Draft of any new or changed Association Article which is proposed along with the current copy of the approved existing wording. 7. If applicable Proxy forms which are to be returned by email at least 48 hours before the starting time of the AGM. These enable members who cannot attend the Meeting to make their vote known to the Board for voting purpose. The form of Proxy must be filled in by the Association Member and returned to the Board Secretary by the date and time specified otherwise it is invalidated.

**9.5** At the AGM, reports covering the state of the Association will be read out. In particular the Board Treasurer's report will be balanced to a previous date and include a statement of any commitments made against items expected after the AGM.

**9.6** In advance of the AGM, a two person commission, who may not be part of the board, will investigate the account and accountability of the Board and report its findings back to the AGM.

**9.7** Sub Committee Chairpersons will summarise major items within their activity groups and provide a projection of events for the year ahead.

**9.8** All reports and statements to be issued at the AGM are to be approved by the Chairperson no later than fourteen days before the AGM.

**9.9** Furthermore the Board is obliged to call an Extraordinary General Meeting at a notice of not less than four weeks by written request of at least such a number of Members as is authorized to cast one tenth of the votes. If the request is not complied with within fourteen days, the requesters themselves can move on to that call by calling up the Members. The callers shall see to it that at least seventy-five percent (75%) of the Board Members do indeed receive the call-up.

**9.10** Although an AGM will be held once each year the Board and/or the Membership may call an Extraordinary General Meeting if necessary. It is the right and duty of each Association Member (including interested non-members) to attend these very important meetings. If a member cannot attend, it is their duty to the Association to cast their vote for the issues involved, by proxy if applicable.

## **ARTICLE 10**

### **ALTERATION OF ARTICLES**

**10.1** No change in the Association's Articles can be brought about other than by a resolution of an Extraordinary General Meeting/AGM for the purpose of which it is called together with the announcement that a proposal will be made about alterations in the Articles. (See also Article 5.3).

**10.2** Those who have made the call-up for an Extraordinary General Meeting in order to propose an alteration in the Articles have to send a copy of that proposal, in which the proposed alteration has been included literally, to all the Members within fourteen days before the meeting.

**10.3** A resolution to an alteration of Articles requires at least two thirds of the votes cast at a meeting where at least one third of the Ordinary Members are present or represented. If one third of the Ordinary Members are not present or represented, then a Second Meeting shall be called and held within four weeks, at which the Meeting can make a resolution about the proposal as this/her had come up at the previous Meeting, irrespective of the number of Ordinary Members present or represented, on condition that there is a majority of at least sixty percent (**60%**) of the votes cast.

## **ARTICLE 11**

### **TERMINATION OF MEMBERSHIP**

**11.1** Membership ends:

- a. At the Member's death;
- b. At the Member's giving notice;
- c. By notice given on behalf of the Association.

This can take place when the Member has ceased to comply with the demands of the Membership as prescribed by the Articles; when he/she has not complied with his/her obligations to the Association as well as when it cannot reasonably be demanded from the Association to have the Membership continued;

d. By expulsion. This can only be pronounced when a Member acts contrary to the Articles of the Association, or unreasonably injures the Association.

**11.2** Notice given on behalf of the Association is done by the Board.

**11.3** Notice of terminating Membership given by the Member or by the Association can only be done at the close of the Association year and with due regard of a notice of four weeks. Membership can, however, be terminated immediately, if it cannot reasonably be demanded from the Association or the Member to have the Membership continued.

**11.4** A notice given contrary to that stated in the first sentence of the subsection immediately above this one, makes the Membership terminate at the earliest permitted time following the date when notice was given.

**11.5** Expulsion from Membership is done by the Board.

**11.6** Within one month after receipt of notice of expulsion, the person concerned may appeal to the Board about termination of membership by the association on the basis that it cannot reasonably be demanded of the Association to continue the Membership and about a resolution of expulsion from Membership. In that respect he/she is notified about the resolution in writing at the earliest stating the reasons. During the time of appeal and pending the appeal, the Member is suspended.

**11.7** When, in the course of the Association year, the Membership is terminated, the annual contribution is non-refundable.

## **ARTICLE 12**

### **ASSOCIATION ORGANISATION**

**12.1** All Association members regardless of their geographical location are encouraged to develop ideas and initiate new Association interests or activities. It is recognised that such an interest or activity may appeal sometimes to only a few members and at other times to many.

**12.2** The prime task of each activity group is to cater for the needs of local members, organise and manage local activities and operate in a financially viable manner.

**12.3** The emerging activity group is expected to seek the Board's advice, assistance and support in progressing new interest(s) .

The Board may choose either to appoint a liaison person to assist the emerging activity group with a view to establishing a Sub-committee eventually OR to immediately establish an elected Sub-committee from and within the local members forming the activity group.

## **ARTICLE 13**

### **NATIONAL SUB-COMMITTEES**



**13.1** When the need for an activity is recognised the Board may direct that a National Sub-committee be formed with at least the following three positions: National Sub-committee Chairperson, National Sub-committee Secretary and National Sub-Committee Treasurer.

**13.2** The prime task of each National Sub-committee will be to provide support to the newly emerging Association activity that it may meet membership needs and be financially viable.

**13.3** Each National Sub-committee will meet as often as necessary, prepare minutes of their meetings and forward separate copies of those minutes to the Board's Chairperson, Secretary and Treasurer within seven days after each meeting.

**13.4** The National Sub-committee may have a formal Bank or Giro account - all payments and income will be made through the National Sub-committee accounts and accounted for by the National Sub-committee Treasurer.

**13.5** It is advisable for National Sub Committees to register as an "association loi de 1901".

**13.6** It is the overriding responsibility of the Board to discuss and approve the most major events to be operated and in doing so the Board will collectively approve or disapprove the major elements of Association expenditure and income. The Board will also provide the major guidelines and standards for these events.

**13.7** The Members responsible must prepare a full Budget Analysis and Cash Flow Statement for their events to cover a one year period. Both the Analysis and Statement are to be submitted to the Board Treasurer no later than the beginning of the third month of the new financial year. Any significant deviations likely to arise from this/her forward planning are to be immediately communicated to the Board Treasurer.

**13.8** Any receipts and/or accounts involved are to be forwarded in a timely manner to the Board Treasurer.

**13.9** Any Board member not being a member of a particular National Sub-Committee or activity group is entitled to observe and participate in any meeting or event. Such a visiting Board Member does not have a vote.

## **ARTICLE 14**

### **DISSOLUTION**

**14.1** The Association can be dissolved by a resolution of the Extraordinary General Meeting. For that purpose a Special Extraordinary General Meeting shall be called, at which at least fifty-one (**51%**) of the Ordinary Members are present. Such a resolution requires the approval of at least three quarters of the Members present at the Meeting. There is no possibility of Ordinary Members being represented at that Meeting, unless only for consultation about the resolution. If fifty-one (**51%**) of the Ordinary Members is not present at the Meeting, then a Second Meeting will be called and held for that proposal within two weeks, at which the Members present, irrespective of their number, can make a resolution about the proposal as was under discussion at the previous Meeting by an absolute majority of votes. At this/her Meeting, too, representation is not possible.

**14.2** If upon the winding up or dissolution of the Association there remain monies, after satisfaction of all its debts and liabilities and property whatsoever, the same shall not be paid or distributed among the members of the Association, but shall be given or transferred to some other charitable institution, having aims and objects similar to the objects of the Association.